

**UNITED STATES DISTRICT COURT
DISTRICT OF MINNESOTA**

**IN RE UNITEDHEALTH GROUP
INCORPORATED SHAREHOLDER
DERIVATIVE LITIGATION**

Master File No. 06-1216 JMR/FLN

**LR 7.1(c) WORD COUNT
COMPLIANCE CERTIFICATE**

1. I, Karl L. Cambronne, certify that Lead Plaintiffs' Counsel's Reply Memorandum in Support of Motion for Approval of Award of Attorneys' Fees and Reimbursement of Litigation Expenses complies with Local Rule 7.1(c).
2. I further certify that, in preparation of this memorandum, I used Microsoft Office Word, Version 2003 and that this word processing program has been applied specifically to include all text, including headings, footnotes, and quotations in the following word count.
3. I further certify that the above referenced memorandum contains 3,625 words.

Dated: February 9, 2009

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